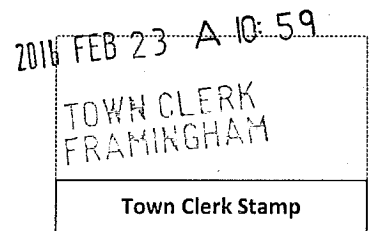


## Framingham Planning Board

Memorial Building • Room B-37 • 150 Concord Street  
Framingham, MA 01702-8373  
(508) 532-5450 • [planning.board@framinghamma.gov](mailto:planning.board@framinghamma.gov)



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### Planning Board Members:

Christine Long, Chair  
Stephanie Mercandetti, Vice Chair  
Lewis Colten, Clerk  
Thomas F. Mahoney  
Victor A. Ortiz

### Planning Board Staff:

Amanda L. Loomis, AICP, Planning Board Administrator  
Stephanie D. Marrazzo, Clerical Assistant

## TOWN OF FRAMINGHAM - PLANNING BOARD

### Notice of Decision

### Regarding the Application of BRE DDR Shopper's World, LLC for the Property located at 19 Flutie Pass, Framingham, MA

On August 25, 2015, the Applicant, BRE DDR Shopper's World, LLC, filed with the Planning Board, and on August 25, 2015, the Planning Board filed with the Town Clerk, applications for a Special Permit for Restaurant Use, a Special Permit for Indoor Amusement Use, a Special Permit for Land Disturbance, a modification to a previously approved Decision For a Special Permit with Site Plan Review Approval dated January 10, 1994, a modification to a previously approved Decision For a Special Permit with Site Plan Review Approval and Special Permit for Off Street Parking Plan Approval dated August 2, 1994, and a modification to a Sign Approval in conjunction with a Special Permit Site Plan Application dated August 10, 1994 to construct an approximately 21,000 square foot bowling facility and a 9,500 square foot restaurant, for the property located at 19 Flutie Pass. The property is zoned Light Manufacturing (M-1) and Business (B) and is located with the Regional Center (RC) overlay district. Said parcel is listed as Framingham Assessor's Parcel ID: 094-54-9604-000.

After the notice of the public hearing was published in "The MetroWest Daily News" on August 27, 2015 and August 31, 2015 and mailed to parties of interest pursuant to the Framingham Zoning By-law and M.G.L. Chapter 40A, the Planning Board opened the public hearing on September 10, 2015 at 7:00 pm in the Ablondi Room, Memorial Building, Framingham. Continued public hearings were held on October 1, October 8, October 22, November 5, November 19, and December 17, 2015, January 7, January 21, February 4, and February 22, 2016.

On February 22, 2016 the Planning Board **APPROVED** a Special Permit for Restaurant Use, a Special Permit for Indoor Amusement Use, a Special Permit for Land Disturbance, a modification to a previously approved Decision For a Special Permit with Site Plan Review Approval dated January 10, 1994, a modification to a previously approved Decision For a Special Permit with Site Plan Review Approval and Special Permit for Off Street Parking Plan Approval dated August 2, 1994, and a modification to a Sign Approval in conjunction with a Special Permit Site Plan Application dated August 10, 1994, for the property located at 19 Flutie Pass, and a **DECISION** was filed in the office of the Town Clerk on February 23, 2016.

*Christine Long, Chair*

**FRAMINGHAM PLANNING BOARD**

Any appeal from the Decision shall be made pursuant to G.L. Ch. 40A, Sec. 17 and must be filed within twenty (20) days after the date of filing of the Decision in the office of the Town Clerk.

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## TOWN OF FRAMINGHAM - PLANNING BOARD

### Notice of Decision

**Regarding the Application of BRE DDR Shopper's World, LLC  
for the Property located at  
19 Flutie Pass, Framingham, MA**

2016 FEB 23 A 10:59  
TOWN CLERK  
FRAMINGHAM

Notice is hereby given in accordance with M.G.L. c. 40A §15 that in the applications of BRE DDR Shopper's World, LLC Properties a Special Permit for Restaurant Use, a Special Permit for Indoor Amusement Use, a Special Permit for Land Disturbance, a modification to a previously approved Decision For a Special Permit with Site Plan Review Approval dated January 10, 1994, a modification to a previously approved Decision For a Special Permit with Site Plan Review Approval and Special Permit for Off Street Parking Plan Approval dated August 2, 1994, and a modification to a Sign Approval in conjunction with a Special Permit Site Plan Application dated August 10, 1994 to construct an approximately 21,000 square foot bowling facility and a 9,500 square foot restaurant, for the property located at 19 Flutie Pass. The opening public hearing was held on September 10, 2015, and notice of the public hearing was published in "The MetroWest Daily News" on August 27, 2015 and August 31, 2015. The Planning Board APPROVED said application on February 22, 2016 and the decision was filed in the Office of the Town Clerk on February 23, 2016. For additional information please see the Planning Board's webpage at [www.framinghamma.gov](http://www.framinghamma.gov).

***Christine Long, Chair***  
**FRAMINGHAM PLANNING BOARD**

Any appeal from the Decision shall be made pursuant to G.L. Ch. 40A, Sec. 17 and must be filed within twenty (20) days after the date of filing of the Decision in the office of the Town Clerk.

## Framingham Planning Board

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### Planning Board Members:

Christine Long, Chair  
Stephanie Mercandetti, Vice Chair  
Lewis Colten, Clerk  
Thomas F. Mahoney  
Victor A. Ortiz

**DECISION OF THE FRAMINGHAM PLANNING BOARD  
FOR THE PROPERTY LOCATED AT 19 FLUTIE PASS  
DECISION DATED FEBRUARY 22, 2016**

THIS DECISION WAS GRANTED UNDER THE OCTOBER 2015 FRAMINGHAM ZONING BY-LAW

TOWN CLERK  
FRAMINGHAM

2016 FEB 23 A 10:59

### General Property Information

Property Address: 19 Flutie Pass, Framingham (and 1391 & 1459 Worcester Street, Natick)

Assessor's Information: 094-54-9604-000

Zoning District/Overlay District: Business (B) and Light Manufacturing (M-1) Zoning District and Regional Center (RC) Overlay Zoning District

### Application Information

Application(s): A modification to a previously approved Decision for Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994, a modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994 a modification to the Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994, Major Site Plan Review (Section VI.F.2.b.), and Special Permits for Uses in the Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.a.) Zoning Districts, which include a Restaurant use (Section II.B.5.J.) and Indoor Amusement Use (Section II.B.3.K.) and a Special Permit for Land Disturbance (Section V.F.) pursuant to the Framingham Zoning By-Laws

Sections of the Zoning By-law Under Review: Major Site Plan Review (Section VI.F.2.b), Special Permits for Use (Sections II.A.2.e, II.A.5.a., II.B.3.k., and II.B.5.J.) and Land Disturbance (Section V.F.)

Date application(s) were filed with the Planning Board: August 25, 2015

Date application(s) were filed with the Town Clerk: August 25, 2015

Project Number: PB-009-15

### General Project Contact Information

Applicant Name: BRE DDR Shoppers World LLC

Applicant Address: 3300 Enterprise Place, Beachwood, OH 44122

Landowner Name: Same as the Applicant

Landowner Address: Same as the Applicant

Project Contact Name: Attorney James D. Hanrahan, Bowditch & Dewey, LLP

Engineer Name: Conor Nagle, P.E.

Engineer Company: Vanasse Hangen Brustlin, Inc. (VHB)

### **Legal Ad & Public Hearing Information**

Run dates of the Legal Ad: August 27, 2015 (14 days prior to 1<sup>st</sup> public hearing) and August 31, 2015 (7 days prior to 1<sup>st</sup> public hearing)

Date of abutter/7 Abutting municipality/parties of interest mailing: August 25, 2015

Date of opening public hearing: September 10, 2015

Date(s) of continued public hearings: October 1, October 8, October 22 (continued without testimony at the request of the Applicant), November 5 (continued without testimony at the request of the Applicant), November 19, December 17, 2015, January 7, February 4 (continued without testimony at the request of the Applicant), February 22, 2016

Applicant's Representatives in attendance at the Public Hearing(s): Jeffrey Martin, BRE DDR Shoppers World, LLC, Attorney James Hanrahan, Bowditch & Dewey, Attorney Katherine Garrahan, Bowditch & Dewey, Gemma Ypparila, Bowditch & Dewey, Conor Nagle, VHB, Jocelyn Mayer, VHB, Vinod Kalikiri, VHB, Stephen Derdarian, VHB, Sean Selby, ArrowStreet Graphic Design, Matt Byrnes-Jacobsen, ArrowStreet Graphic Design, and Frank Stryjewski, Kings.

Planning Board members in attendance at the public hearing(s): Christine Long, Chair, Stephanie Mercandetti, Vice-Chair, Lewis Colten, Clerk, Thomas Mahoney, and Victor Ortiz

### **Planning Board Approval Information**

Date of Plans approved by the Planning Board August 5, 2015, revised through January 26, 2016

### **PROJECT DESCRIPTION**

The Project, located at 19 Flutie Pass, Framingham and 1391 & 1459 Worcester Street, Natick, consists of three new buildings. The Property is 12.8 acres and is currently utilized for the purposes of overflow parking and snow storage for the AMC Theater and the Shoppers World Complex. The Property currently consists of 6.53 acres of impervious surface area, which includes 488 parking spaces, landscaping, 2 tension transmission lines, a retention pond and underground drainage, utility poles and lights, sidewalks, a bus shelter, and several existing curb cuts. During the winter months, the Property is used for snow storage for the AMC Theater and the Shoppers World Complex, and associated roadways.

The Project includes the construction of a new restaurant building (9,500sf) with outdoor seating, a bowling alley with restaurant services (21,000sf), both located in Framingham, and an indoor skydiving entertainment facility (7,530sf) situated in Natick, with access through Framingham. The Applicant proposes to upgrade the site with new landscaping, bicycle racks, utilities, a stormwater management system, in addition to the installation of energy efficient lighting, and redevelopment of the existing parking lot to include 389 parking spaces (363 in Framingham and 26 in Natick), 8 of which shall be handicap accessible.

### **HEARING**

The Framingham Planning Board held a total of eleven public hearings during the review of the Project located at 19 Flutie Pass, Framingham (1391 & 1459 Worcester Street, Natick). On September 10, 2015, the Planning Board held the opening public hearing, and continued public hearings were held on October 1, October 8, October 22, November 5, November 19, and December 17, 2015, January 7,

January 21, February 4, and February 22, 2016. The public hearings held on October 22, 2015, November 5, 2015, January 7, 2016, and February 4, 2016 were continued without testimony at the request of the Applicant. Framingham Planning Board Members present during the public hearings held for the Project were Christine Long, Chair, Stephanie Mercandetti, Vice-chair, Lewis Colten, Clerk, Thomas Mahoney, and Victor Ortiz. During the public hearings, the following individuals appeared on behalf of the Applicant: Jeffrey Martin, BRE DDR Shoppers World, LLC, Attorney James Hanrahan, Bowditch & Dewey, Attorney Katherine Garrahan, Bowditch & Dewey, Gemma Ypparila, Bowditch & Dewey, Conor Nagle, VHB, Jocelyn Mayer, VHC, Vinod Kalikiri, VHB, Stephen Derdarian, VHB, Sean Selby, Arrowstreet Graphic Design, Matt Byrnes-Jacobsen, Arrowstreet Graphic Design, and Frank Stryjewski, Kings.

The Planning Board arrived at this Decision based on the Framingham Zoning By-Law, information submitted by the Applicant, comments from town boards and officials, as well as from members of the public. Findings obtained from the application and public hearing process resulted in the conditions contained herein.

## **FINDINGS**

### **Major Site Plan Review - Retain Community Character, Section VI.F.6.a.**

The Property, located at 19 Flutie Pass, is currently used for overflow parking for the AMC Theater and the Shoppers World complex. During the winter months, the site has served as a snow storage area for the AMC Theater, Shoppers World complex and associated roads. Until recently, Logan Express and other transit services utilized any unused parking for their customers.

The Project is not expected to obstruct scenic views nor create negative impacts on natural or historical features, nor shall the site create hazards to abutters, vehicles, or pedestrians. The placements of the 2 new buildings in Framingham have been positioned to maximize visibility and facilitate pedestrian access and circulation. All three buildings included as part of this Project have been located close to Worcester Road (Route 9) with the parking to the rear of the lot. The Project incorporates bicycle parking to encourage alternative modes of transportation to the Property. Furthermore, the Project includes pedestrian walkways and sidewalks to access the nearby amenities, retailers, restaurants, and other attractions within the area. Where possible, the Applicant has significantly increased landscaping along the walkways/sidewalks, within the common area of the buildings, and along the building to create an attractive environment while at the same time decreasing the amount of impervious surface.

The new uses for the 2 new buildings in Framingham blend harmoniously with the surrounding commercial, restaurant, and retail uses. Through the public hearing process, the Planning Board and the Applicant worked to ensure that the Project created a vibrant, welcoming, and interesting environment. The Applicant has included outdoor seating for both of the new buildings in addition to landscaped common areas and sidewalks that comply with the By-Law.

### **Major Site Plan Review – Traffic, parking, and public access, Section VI.F.6.b.**

The Traffic Impact and Access Study conducted by VHB found that the Project creates a small increase in traffic on roadways serving the Property. A detailed trip generation analysis is as follows:

- Approximately 134 net new vehicle trip (82 entering/52 exiting) during the weekday evening peak hour
- Approximately 144 net new vehicle trip generation (69 entering/75 exiting) during Saturday midday peak hour.
- The overall net increase is expected to generate roughly five additional trips per hour, up to approximately 55 trips per hour at various locations, dependent upon the point of access and roadway.

The Project will have minimal impacts on the signalized study locations and the only intersection expected to operate below a Level of Service (LOS) C overall is the intersection of Route 30 and Shoppers World Drive. The Applicant will fund the design and construction of geometric and traffic signal improvements to mitigate the Project's impact on the surrounding roadways as specified in the Traffic Impact and Access Study. The proposed mitigation measures will address vehicular, pedestrian, and bicyclist circulations within the Property and surrounding area. Mitigation measures include the following:

- Widen East Couplet (Shoppers World access drive from Route 9) along the Project frontage, to create a southbound left turn lane and a northbound right turn lane;
- Widen the Property driveway to accommodate a designated left-turn lane and a shared through and right-turn lane;
- Construct a new pedestrian crosswalk across Shoppers World Drive on the south side of the proposed driveway; and
- Provide timing and phasing changes to the intersection of Ring Road with East Couplet and West Couplet (Shoppers World egress drive to Route 9)
- Install a pedestrian sidewalk and walkway from Flutie Pass through the site to Route 9.

The Project complies with the Town's no on-street parking regulations. All parking required for the Project will be provided on-site with access from Shoppers World Drive and Flutie Pass. The Project includes the reconstruction and/or reconfiguration of 389 parking spaces (363 of which will be located in Framingham), of which 8 will be handicap accessible spaces. The number of parking spaces provided exceeds the required number of parking spaces pursuant to the Framingham Zoning By-Law. The Property formerly served as an overflow parking lot for the AMC Theater and the Shoppers World complex, in addition to snow storage for Shoppers World the property was recently utilized for long term parking by Logan Express. The AMC Theatre recently renovated the interior configuration of its theaters by removing 2 theatre screens. The AMC Theater now operates on a pre-order ticket basis, which has resulted in a dramatic reduction in the need for existing parking spaces and its requirements. The following Parking Analysis Table illustrates the required and proposed number of parking spaces for the Project.

### Parking Analysis for 19 Flutie Pass

	<b>Parking Requirement</b>	<b>Occupancy</b>	<b>Number of Seats</b>	<b>Number of Employees</b>	<b>Required Number of Spaces</b>
<b>Kings Bowling Alley</b>	1 space per 3 occupants	300			100
<b>Kings Bowling Alley Restaurant</b>	1 space per 3 seats and 1 space per 2 employees		120	20	64
<b>Restaurant</b>	1 space per 3 seats and 1 space per 2 employees		325	20	119
<b>TOTAL REQUIRED SPACES</b>					<b>283</b>
<b>Total Number of Spaces Provided in Framingham</b>					<b>363</b>

The Metrowest Regional Transit Authority (MWTRA) is a regional transit system that operates in eleven communities in the Metrowest area including Natick, Framingham, and Wayland. Several MWTRA bus routes travel within the vicinity of the Property, these stops include Natick Mall, Flutie Pass, and Shoppers World. Also the MWTRA operates a “flag down” system that allows riders to “wave down” a bus in transit along the route.

The Applicant has designed a sidewalk/walkway from Flutie Pass to Route 9. The construction of this new pedestrian way will allow pedestrians and bicyclists to move safely from the Natick Mall area to Shoppers World. Furthermore, the Applicant has provided 2 bicycle racks on the site to encourage alternative modes of transportation.

#### **Major Site Plan Review – Environmental Impact, Section VI.F.6.c.**

The Property is currently 6.53 acres of impervious area. The Project proposes to decrease the impervious coverage in Natick. However, the Project will create a minimal increase in the impervious coverage in Framingham. The existing conditions have been developed with a mix of impervious and pervious surfaces that are generally flat. The impervious surface on-site primarily consists of parking lot of which the run-off from the parking lot is collected in catch basins and flows through a closed drainage system that discharges into the man-made on-site wet retention pond. Through the design of the Project the Applicant was able to implement Low Impact Development (LID) and Best Management Practices (BMP) throughout the site. The on-site subsurface infiltration system has been designed to improve groundwater recharge and on-site drainage conditions from what currently exists on-site.

Furthermore, the Project has been designed to minimize disturbances to the natural environment and habitat.

The new drainage systems along with BMP and LID methods have been designed to convey runoff from a 25 year storm event and the infiltration/detention areas are designed to accommodate a 100 year storm event. The Project will not discharge stormwater near or into any critical areas.

The Project is not expected to create any significant new emissions of fumes, noxious gases, radiation, water pollutants, or other airborne environmental hazards, except some noise and dust created during construction. The Property is located in a predominately commercial area containing few residential properties nearby, therefore, construction activities should have little, if any, impact on abutting residents. Furthermore, the Project is not expected to significantly have an impact on the temperature or wind conditions in the immediate vicinity.

Outdoor lighting has been provided throughout the site so as to not cause glare onto abutting properties or into natural resource areas. Furthermore, the Project has been designed to ensure that all public spaces and buildings are accessible by fire, police, and other emergency personnel and equipment and can be evacuated quickly in the event of an emergency.

**Major Site Plan Review – Health, Section VI.F.6.d.**

The Project is comprised of three new buildings, 2 of which are for indoor entertainment types of uses (indoor skydiving and bowling), while the other building will be used as a restaurant. As shown on the Site Plan, the bowling facility and the restaurant will be located in Framingham, and the indoor skydiving facility is proposed in Natick. There are a limited number of entertainment facilities both within the Golden Triangle area and in Framingham. The addition of both indoor skydiving and bowling is expected to be beneficial for both Framingham and Natick.

The Project is not expected to create any significant new emissions of fumes, noxious gasses, radiation, water pollutants, or other airborne environmental hazards, except minimal noise and dust during construction. The area contains mostly mixed-use properties, which are predominately commercial and retail, with minimal residential uses.

**Major Site Plan Review – Public services and utilities, Section VI.F.6.e.**

The Property currently serves as an overflow parking lot with past usages serving as Logan Express long term parking and snow storage. Under its current use the Project creates a very minimal demand on Town infrastructure, if any. The Property presents considerable challenges for site development due to the high tension electrical wires that span a majority of the site. Nonetheless, the Applicant has been able to position three buildings on the site that meet the necessary setbacks for both Framingham and Natick. There will be an increased demand on the Town's water and sewer infrastructure by the construction of these three buildings.

The Project provides a positive fiscal impact to both Framingham and Natick as its estimated post-construction value is \$1,137,500.00 in Framingham and \$612,500.00 in Natick. The project is estimated

to create 20 full-time jobs, 230 part-time jobs, and will employ between 65-80 construction jobs. The post-development local tax revenue will be determined by the Framingham Town Assessors' Department. The Property is currently taxed based on the land value and as the Project progresses, the Property will be assessed on the land value and the building improvements created.

The Project is expected to have a positive impact on the Town's tax base, increased employment base, and a spillover effect that will ultimately serve to attract new entertainment and commercial business to the environment. Furthermore, the Project will be subject to filing fees, building permit fees, and the Department of Public Works I&I fee.

#### **Major Site Plan Review – Land use planning, Section VI.F.6.f.**

The Master Land Use Plan specifically identifies the Golden Triangle as one of several areas in Town in the Specific Area Policies section. This Section of the Master Land Use Plan requires projects within the Golden Triangle to improve the visual quality of commercial development relative to architecture, site planning, and streetscape improvements and enhancements. Furthermore, the Master Land Use Plan seeks to maximize the development and use of internal connectors and service roads and improve pedestrian connections in order to combine a mixture of usages.

The Project has been designed to support the Master Land Use Plan, which includes the following:

- The inclusion of open space throughout the Project including attractive landscaped walkways that lead to building entrances and common open space for public gatherings. This landscaped walkway will add to the enhancement and beautification of the Golden Triangle.
- The connection of the Property to surrounding uses through walkways and sidewalks, which will allow for multiple connections throughout the Golden Triangle. This Project will allow pedestrians and bicyclist to connect to the Natick Mall, Sherwood Shopping Plaza, the AMC Theater, and the Shoppers World complex and other nearby restaurants, retail, and other uses within the area by either a walkway or sidewalk.
- The buildings have been designed to create visual interest through the use of color, varied materials, and architectural details.

#### **Special Permit, Use, Sections II.A.2.e., II.A.5.e., II.B.3.K., and II.B.5.J.**

The Project requires the Applicant to seek a special permit for use from the Planning Board for a Restaurant (Section II.B.5.J.) and Indoor Entertainment Facility (Section II.B.3.K), located within the Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.e.) Districts. Both uses are appropriate uses for the site. The Golden Triangle, both in Framingham and Natick, is predominately restaurants, commercial and retail businesses, in addition to several hotels, office buildings, residential developments, and large chain fitness facilities. Furthermore, across Flutie Pass, there is an AMC Theater, which was recently renovated to incorporate high end finishes and theater dining.

The Property has several development constraints that include overhead high tension electrical wires, wetlands, and expansive amounts of impervious surfaces. The 2 new uses and their buildings meet all zoning requirements and fit into the site despite the many development constraints.

## **Special Permit, Land Disturbance, Section V.F.**

- **Site Management Control, Section V.F.e.(1)**

The total site is 12.8 acres of which roughly 7.3 acres will be disturbed during the construction process. The Applicant shall install a construction grade chain-link fence around the building construction areas in addition to silt sacks in all catch basins, silt socks around wetlands and sensitive areas, a gravel apron at least 25 feet long at the access points from a paved public way, and protection to existing trees within the construction area, as necessary. The Applicant shall check all stormwater features prior to and at the end of each construction day. In the event of a multiple day storm, the project manager shall check on the stormwater features to ensure that they are functioning properly and have not exceeded their capacity. Any repairs, adjustments or deficiencies shall be made immediately.

The Applicant has prepared a Post Construction Stormwater Operation and Maintenance (O&M) Plan, in addition to a Long-term Pollution Prevention Plan. The Long-term Pollution Prevention Plan includes the following site measures: quarterly cleaning of all catch basins; routine pick-up and removal of litter from parking areas/islands/perimeter landscape; routine inspection of dumpsters and compactors; and street sweeping.

- **Control of Stormwater Runoff, Section V.F.e.(2)**

The Project is expected to disturb roughly 7.3 acres of land. The site disturbance requires the filing of an Environmental Protection Agency (EPA) National Pollution Discharge Elimination System (NPDES) Construction General Permit. As a requirement of the NPDES Permit, the Applicant will be required to submit a Stormwater Pollution Prevention Plan (SWPPP).

The Project will incorporate Low Impact Development (LID) techniques and Best Management Practices (BMP) to control stormwater. These measures will reduce peak runoff rates, maximize infiltration and groundwater recharge, and treat stormwater prior to infiltration. Proposed LID and BMP measures include a sump and hooded catch basins, a subsurface infiltration system sized to treat the required water quality volume below the lowest outlet elevation, and structural water devices. Through the use of LIDs and BMPs stormwater will not be discharged into or near critical areas.

- **Protection of Natural Features and Vegetation, Section V.F.e.(3)**

The Property is located within both the Framingham and Natick Conservation Commission's jurisdiction. The Framingham Conservation Commission has identified work will be conducted within the 30' No Alteration Zone and the 125' buffer zone. The Applicant has been working with both the Framingham and Natick Conservation Commission to obtain the necessary permits for work within this area.

To the best of the Applicant's knowledge the site does not contain any endangered species or wildlife habitats or corridors. The Wildlife Exclusion Fence around the AMC site has been

compromised in several locations. The Conservation Commission has requested that DDR perform and document repairs to the fence where deemed necessary.

The site does contain a retention pond and wetlands, which may contain species that are commonly found within Massachusetts wetlands. The Applicant will take the appropriate measures to protect these sensitive areas, during and after construction.

A majority of the Property consists of impervious area. The Applicant has designed the Project to enhance the amount of open space while maintaining existing buffer vegetation. The existing grade of the Property will not be significantly altered by excavation or fill, nor will the Property need to be cleared. The Applicant has proposed to install trees and shrubs to be planted as part of the Project as shown on the Site Plan. The species proposed for planting are native and/or drought tolerant.

- **Protection of Historic Resources, Section V.F.e.(4)**

The Property does not contain any historical resources, buildings, or landmarks. The Project includes the renovation of an existing parking lot once utilized for snow storage and overflow parking.

**A modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994**

On January 10, 1994, the Planning Board granted a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces. The January 10, 1994, decision found that the use of the premises for a 774,000 gross square foot leasable area as a redeveloped Shoppers World complex was an appropriate use for the site. The Planning Board approved the project subject to a series of conditions outlined in the Decision.

The Applicant requests that 19 Flutie Pass be removed from the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, granted on August 2, 1994, and be considered as part of the larger Shoppers World as developed under the January 10, 1994, Planning Board decision.

The Applicant requests that several of the site plan requirements permitted under the January 10, 1994 Planning Board Decision be used or continued to be used on the 19 Flutie Pass property. These conditions include:

- Condition B: "Light poles, shall, where possible, be located within landscaped areas and in such cases, the base of the poles shall not exceed 6" above ground level." The Applicant has designed the Project to include a majority of the light poles within landscaped areas, no more than 6" above grade. However, the Planning Board finds that those light poles located within the parking field under the power wires shall be constructed upon concrete blocks to protect

those light poles from possible vehicular damage. This finding prevents a further reduction in the number of parking spaces provided particularly since the entire Shoppers World site as permitted by the January 10, 1994 decision already operates on a reduced parking schedule. The Planning Board finds that the Applicant shall construct the ground mounted bases of light poles that are not located within landscape islands with the same type of stonework façade being applied to the ground mounted signage within the Shoppers World site. Furthermore, any damage to light poles or light outages within the site shall be repaired or corrected by the applicant immediately.

The Applicant further requests that Conditions D. Site Identification Signs and Condition E. Store Front/Rear Signs be deleted and replaced with new, updated, signage requirements, particularly since the existing sign requirements are over 20 years old and require the Applicant to continually request modifications. The Planning Board finds that it is necessary and reasonable to revise the Shoppers World sign requirements as a result of numerous requests for waivers from tenants of Shoppers World regarding signage that was not permitted by the January 10, 1994 and August 10, 1994 Planning Board Decisions that do not meet the current needs of the site.

Subsequently, the revised sign regulations for Shoppers World are incorporated herein but shall be located in Article 23 of the Planning Board Rules & Regulations, which refers Applicants to the Planning Board's Project Review Design Guidelines, Article 5. Shoppers World Sign Regulations. The Planning Board finds that the relocation of the Shoppers World sign package to the Planning Board Rules & Regulations is appropriate since it allows flexibility for both the Applicant and the Planning Board to meet the demands of an ever changing market economy.

**A modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994**

On August 2, 1994, the Planning Board granted a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Space. The Homart Development Co. proposed to construct a cinema, restaurant and retail buildings, which consisted of 122,661 sf, known as the General Cinema, now AMC Theater. Under this Decision the 19 Flutie Pass property is considered as overflow parking for the Theater.

The Applicant has requested to remove the 19 Flutie Pass property from the August 2, 1994 decision and include the reconstruction of the site as part of the larger Shoppers World. The proposed use of the 19 Flutie Pass property is consistent with the larger Shoppers World complex, which designated use is for shopping, dining, and entertaining. The addition of the 2 proposed buildings in Framingham and the building proposed in Natick are consistent with the intent and use designation of Shoppers World. Recent renovations to the General Cinema and the construction of the Logan Express parking garage have drastically reduced the need for parking at 19 Flutie Pass. Therefore, the Planning Board finds that the Applicant's request to remove the 19 Flutie Pass property from the General Cinema Decision, along with the proposed buildings, be included as part of the Shoppers World complex exhibit (Attached Exhibit B) since it is more appropriately placed with this plan for redevelopment.

**Modification to a previously approved Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994**

On August 10, 1994, the Planning Board voted and approved a decision regarding the applications of Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application (known as Shoppers World Master Sign Permit). The August 10, 1994 re-establishes signage within the Shoppers World complex and currently controls the permitting for the signage of the businesses within Shoppers World, except for the parcels located east of Shoppers World Drive, which includes the AMC parcel and the Project Site. The Applicant has requested that a modification to the Shoppers World Master Sign Permit be made to include the 19 Flutie Pass property as part of those properties governed by the Shoppers World Master Sign Permit. Furthermore, the applicant requests that the Shoppers World Master Sign Permit be revised to provide specifications reflecting current industry standards that will address recurring tenant issues resulting in the continual need for waiver requests relative to size, location, number, and color of such signs. Furthermore, the August 10, 1994 Decision includes a Reference Location Plan which depicts Approximate Locations of Project Identity Signs (dated September 14, 1993) and a list of all tenants, building identifications, and square footage. The Reference Location Plan and the list of tenants are both dated and include past businesses located within Shoppers World that are no longer located in Shoppers World.

The applicant submitted a Shoppers World sign package that was revised throughout the public hearing process to reflect modification request received by the Planning Board for existing signage within Shoppers World. Based upon the review of the materials submitted by the Applicant, the Planning Board finds that the proposed dimensional sign prototypes are compatible with both signs currently at Shoppers World and with the Shoppers World Master Sign Permit.

The Applicant has requested the following signage within Shoppers World, which shall include the 19 Flutie Pass property ("Condition" modification reflects existing conditions in the August 10, 1994 Decision).

- 1) An updated list of assessors lots listed in the Statement of Fact, and Appendix A of the decision shall show current property governed by the Shoppers World Master Sign Permit, and shall include current assessor designations for the property south of Flutie Drive;
- 2) An updated exhibit shall indicate the lettered building designations, and omit specific tenant names;
- 3) The following shall not be considered signs under the Shoppers World Master Permit and shall be allowed:
  - a) wayfinding business signs not exceeding 16 sf in area each for guiding and directing traffic and parking, which may include panels on walls or monument signs which do not exceed 2' in height;
  - b) artwork, including murals;
  - c) trademarks or logos not to exceed 16 sf; and
  - d) interior or exterior signs not visible from public or private roadways.
- 4) Condition A: Site Identification Signs, Paragraph 1 is modified, as follows: Paragraph 1 shall begin with the phrase, "the portion of the property located west of Shoppers World Drive" shall be allowed 2 freestanding signs which may be either pylon or monument and shall be no more than

200 sf and shall not exceed 20' in height. Two additional freestanding signs shall be monument signs and shall be no more than 250 sf in sign face area, with height not exceeding 5'."

- 5) Condition A, Paragraph 2 and 3 shall be deleted. A new Condition A, Paragraph 2 is added, as follows: The portion of the property located east of Shoppers World Drive shall be allowed 3 free-standing signs, including the following:
  - a) 1 monument sign at the entrance to 19 Flutie Pass, not to exceed 120 sf and 12' in height, including panels for businesses located at 19 Flutie Pass;
  - b) 1 monument sign located on Shoppers World Drive for wayfinding purposes containing a 2' tall 249 sf wall with up to four panels of up to 16 sf each to identify businesses located at 19 Flutie Pass. The wall will be designed in an "S" shape, with duplicate panels facing north and south (rather than on to opposite sides of the wall); and
  - c) 1 monument sign for wayfinding purposes containing a 2' tall, 55.5 sf stone wall with a 8.5 sf panel. Vertical measurements of freestanding signs shall include the sign bases and berms. Freestanding signs shall be located as shown on Appendix A, attached hereto.
- 6) A new condition shall be added to reflect changes to approved freestanding signs approved as part of this modification.
- 7) Condition B Store Front/Rear Signs, Paragraph 2 is modified as follows:
  - a) The size of a primary wall sign for each store or business at Shoppers World shall not exceed 250 sf for businesses with a gross floor area greater than 20,000 sf, 200 sf for businesses with between 15,000 sf to 20,000 sf, and 150 sf for businesses with a gross floor area less than 15,000 sf. Signs shall not be subject to shape or dimensional limits as to height and length, but shall be subject to square footage requirements.
- 8) Condition B.1 is modified to state that any business or store at Shoppers World shall be entitled to 2 primary wall signs and that each corner store or business at Shoppers World shall be entitled to 3 wall signs, each subject to the size limitation of primary signs.
- 9) A new condition shall be added which allows "blade" signs, also known as projecting signs, in front of each store or business at Shoppers World to provide pedestrians with better business identification along shopping center sidewalks. Blade signs shall be approximately 24" in height and 36" in length and shall not contain any text with logos or specialized fonts and will be in keeping with the specified colors of Shoppers World.
- 10) A new condition shall be added to permit temporary signs at Shoppers World for a period not to exceed 45 days.
- 11) A new condition for temporary sale or lease signs, temporary signs of commercial and/or retail businesses, and temporary business signs, may be permitted upon review by the Planning Board. The posting or hanging of temporary signage shall not exceed 45 days.
- 12) Wall signs shall be permitted upon review by the Planning Board for those tenants that share a building with an existing tenant already possessing site signage.

Given the numerous ongoing waiver requests for relief from sign regulations made by existing Shoppers World tenants, the Planning Board finds the need to establish revised sign regulations to be incorporated within the Planning Board Rules & Regulations as a new *Article 23. Shoppers World Sign Regulations*. All tenants within Shoppers World shall be required to seek signage permits from the

Planning Board for any installation, placement, replacement, reconstruction or relocation, and/or expansion of signage within Shoppers World. Any ordinary maintenance and minor repairs which do not involve the installation, replacement, alteration, reconstruction, relocation, new identification, or expansion of a sign shall not require review by the Planning Board but may need approval from the Building Department. Shoppers World signage permits shall be held during a Planning Board public meeting. Any request that varies from the Shoppers World Sign Package as shown in the Planning Board Rules & Regulations shall require a public hearing for such waiver.

### **CONDITIONS OF APPROVAL**

The Planning Board finds that the Application and Plans submitted by the Applicant comply with all applicable provisions of the Town's By-Laws, relevant to this review. Accordingly, the Planning Board votes are pursuant to relevant provisions of the Town By-Laws for the modification to a previously approved Decision for Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994, a modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994, a modification to a Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994, and Major Site Plan Review (Section VI.F.2.b.), and Special Permits for Use (Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.a.) Zoning Districts for Restaurant, Section II.B.5.J. and Indoor Amusement Use, Section II.B.3.K.) and Land Disturbance (Section V.F.) pursuant to the Framingham Zoning By-Laws. Furthermore, all conditions within this Decision shall supersede and replace all former conditions set forth in the January 10, 1994 Planning Board Decision for Homart Development Co. for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces and the August 10, 1994 Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, regarding signage (sections modified or deleted from the January 10, 1994 Decision includes Conditions: D. Site Identification Signs and E. Store Front/Rear Signs and the August 10, 1994, in its entirety). Said approval from the Planning Board is subject to the following conditions:

### **General Provisions**

1. Prior to the commencement of authorized site activity, the Applicant and the general contractor shall meet with Planning Board Administrator, Building Commissioner, and the Town Engineer to review this approval.
2. Prior to the commencement of authorized site activity, the Planning Board Office shall be given 48 hour written notice. If activity on the Property ceases for longer than 30 days, 48 hour written notice shall be given to the Planning Board Office prior to restarting work.
3. Prior to the commencement of authorized site activity, the Applicant shall provide to the Planning Board Office the name, address and emergency contact telephone number of the individual or individuals who shall be responsible for all activities on site and who can be reached 24 hours a day, seven days a week.

4. A copy of this Decision shall be kept on the Property.
5. Prior to the issuance of any building permit, an electronic copy of the approved Site Plan shall be provided to the Planning Board Office for distribution to Town Departments, in order to be reviewed for compliance with this Decision. The Site Plan shall be revised, if necessary, to reflect the conditions of this Decision. In the event of a discrepancy between the Decision and the Site Plan, the Decision shall take precedence.
6. No material corrections, additions, substitutions, alterations, or any changes shall be made in any plans, proposals, and supporting documents approved and endorsed by the Planning Board without the written approval of the Planning Board. Any request for a material modification of this approval shall be made in writing to the Planning Board for review and approval by the Planning Board or the Planning Board's Administrator and shall include a description of the proposed modification, reasons why the modification is necessary, and any supporting documentation.
7. Following notice to the project manager for the Project, members or agents of the Planning Board shall have the right to enter the Site and to gather all information, measurements, photographs or other materials needed to ensure compliance with this approval. Members or agents of the Planning Board entering onto the Site for these purposes shall comply with all safety rules, regulations and directives of the Applicant and the Applicant's contractors.
8. The Applicant shall record this Decision with exhibit(s) at the Middlesex South Registry of Deeds prior to the issuance of a building permit, after the required appeal period has lapsed in accordance with MGL, Chapter 40A, Section 17. The Applicant will submit proof of recording to the Planning Board. Failure to record the decision or comply with the conditions of approval herein shall render this Decision null and void.
9. The provisions of this Decision not specifically related to the Project shall modify the previously approved Decision for Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994, the modifications to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994, and the modification to a Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994, upon recording in the Middlesex South Registry of Deeds.
10. The provisions related to the Project in this approval for a modification to a previously approved Decision for Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994, a modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994, a modification to a Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994, and Major Site Plan Review (Section VI.F.2.b.), and Special Permits for Uses in the Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.a.) Zoning Districts, which include a Restaurant use (Section II.B.5.J.) and Indoor Amusement Use (Section

II.B.3.K.) and a Special Permit for Land Disturbance (Section V.F.) shall lapse within 2 years from the date of this Decision, not including such time required to pursue or await the determination of an appeal from the grant thereof, if a substantial use thereof has not sooner commenced except for good cause as determined by the Planning Board.

11. The failure to comply with the By-laws and/or the terms of this Decision related to the construction of the Project may result in revocation of provisions related to the Project in the modification to a previously approved Decision for modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994, a modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994, a modification to a Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994, and Major Site Plan Review (Section VI.F.2.b.), and Special Permits for Uses in the Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.a.) Zoning Districts, which include a Restaurant use (Section II.B.5.J.) and Indoor Amusement Use (Section II.B.3.K.) and a Special Permit for Land Disturbance (Section V.F.) issued hereunder. Provisions of the above referenced permitting shall not lapse related to Shoppers World site signage and any other provisions relating to Shoppers World and not specifically to the Project. The Planning Board shall by first class mail send the owner written notification of any failure to comply with the By-law and/or the terms of this Decision. If the owner believes that no violation has occurred, a request may be made to the Planning Board, which will provide the owner an opportunity to resolve the alleged violation. If within 30 days from the date of mailing of said notice, the owner has not resolved the matter with the Planning Board or remedied the alleged violation, it shall be grounds for revocation of the approvals issued hereunder related to the Project. At the expiration of the 30 day period and after a duly noticed public hearing including notice to the owner by first class mail, the Planning Board may revoke the approvals issued hereunder if it finds by a four-fifths vote that there has been a violation of the By-law and/or the terms of this Decision and that the owner has failed to remedy it. Alternatively, the Planning Board may continue the public hearing or by a four-fifth vote extend the time period in which the violation may be corrected.
12. Prior to the issuance of the building permit, the Applicant shall provide all documents and information requested by the Planning Board or Planning Board Administrator demonstrating that the Applicant has complied with, or will comply with, all conditions of this approval.

**Infrastructure/Site Design/Landscaping**

13. The Applicant shall construct all improvements in compliance with all applicable state and federal regulations with respect to the design of any architectural access features required under the Americans with Disabilities Act (ADA) and with 521 CMR Architectural Access Board Rules and Regulations.

14. The Applicant will provide regular maintenance of all facilities. The Applicant shall maintain all on-site drainage in working condition at its own expense, which shall include inspecting the catch basins twice annually (spring and fall) and cleaning, if necessary, to remove sediment.
15. Parking pavement markings shall be in white. Fire zone and traffic markings shall be as per the applicable code.
16. Any dumpster or dumpster enclosure, as shown on the Final Approved Site Plan shall remain closed and locked except when trash deposit, removal and pickup operations are being conducted.
17. The Applicant shall maintain on an ongoing basis the landscaping to ensure lines of sight are not blocked on Flutie Pass, Worcester Road (Route 9), and World Drive.
18. The Applicant agrees to maintain any plantings or physical landscape features located within the driveway sight lines should be maintained at a height of 2' or less above the adjacent roadway grade.
19. The Applicant shall maintain in good condition any fencing or stonework within the site. In the event that a fence or stonework becomes damaged or worn, the Applicant shall install a temporary safety fence immediately until the fence or stonework can be permanently replaced within a reasonable amount of time.
20. Light poles may be constructed upon concrete bases that have been designed with the same stone façade as the ground mounted signage, only for poles within the parking field where no landscape island exists. The Applicant shall maintain the light poles and the stonework in good condition throughout the site. In the event that a light pole or stonework becomes damaged or worn, the Applicant shall install a temporary safety fence or caution drums/cones immediately around the area until the light pole and/or stonework can be permanently replaced or repaired within a reasonable amount of time.
21. The Applicant shall keep the adjacent sidewalk/walkway clean and free from litter on a daily basis.

#### **Site Construction**

22. The Applicant shall perform daily cleanup of construction debris, including soil, on Town streets within 200 yards from the entrance of the site driveways caused by site construction.
23. Outside construction hours are to be between 7:00 AM and 5:30 PM Monday through Friday and 8:00 AM and 4:00 PM on Saturday. Absent emergency conditions, no construction is permitted on Sunday or holidays. No equipment on-site shall be started and allowed to warm up prior to the start of the allowed construction hours. No vehicles are to arrive at the construction site before the designated construction hours, which includes no vehicle parking, standing or idling on adjacent public streets.
24. Any work within the public right of way shall be required to have a police detail during the duration of said work for the purpose of public safety.
25. In the event of blasting or compaction during the construction phase, the Developer's Blasting Operator shall provide seven days advance notice of the commencement of blasting operations by certified mail to those property owners entitled to a pre-blast inspection pursuant to 527 CMR 1.00 et seq. Copies of said mailing shall be furnished to the Planning Board and the Framingham Fire Department. Copies of the blasting monitoring reports, noting any vibrations

in excess of that allowable by regulation, shall be mailed to the above-referenced property owners, Planning Board and the Framingham Fire Department at the termination of blasting operations. The Blasting Operator shall provide notice to the Planning Board and the Framingham Fire Department of any reported damage to real property. The Blasting Operator shall post a Blasting and/or Compaction Notice Sign in a conspicuous location along the roadway to inform the public of the proposed blasting for the property. Said Blasting Notice Sign shall be posted at least ten days prior to any blasting on-site and abutters notified within 300' of the property. Applicant shall notify all abutting residents of such blasting and/or compacting event at the time said notice is posted in a conspicuous location.

26. The Applicant shall protect any vegetation, which shall remain post-construction with temporary protective fencing or other measures, prior to the start of construction.

#### **Environment**

27. The stormwater drainage system for the Project shall be in accordance with the Massachusetts Department of Environmental Protection Stormwater Policy relating to water quality and flood control using Best Management Practices as the standard of performance.
28. All stormwater and erosion control management shall be checked prior to the start and finish of each work day.
29. The Applicant shall check all stormwater features prior to and at the end of each construction day. A multiple day storm event occurs, the project manager shall check on the stormwater features to ensure they are functioning properly and have not exceeded their capacity. Any repairs or adjustments or deficiencies shall be made immediately.
30. The Applicant shall provide appropriate erosion control methods such as silt fences and straw wattles around the stock piles in case of a storm event, in addition to the temporary dust control requirements.
31. The Applicant shall provide straw wattles and other erosion control methods at the base of the driveway during off-construction hours to prevent runoff and erosion from getting onto the public way.
32. On-site snow storage shall be in areas designated on the Final Approved Site Plans. Snow storage shall not obstruct sight lines to preserve public safety and Applicant must remove excess snow from the site as may be necessary within forty-eight hours after the snow fall ends, in order to preserve public safety.

#### **Transportation/Parking/Transportation Amenities**

33. The Applicant agrees to:
- a. Widen East Couplet along the Property frontage to create a southbound left turn lane and a northbound right-turn lane;
  - b. Widen the Property driveway to accommodate a designated left-turn lane and a shared through/right-turn lane;
  - c. Construct a new pedestrian crosswalk across Shoppers World Drive on the south side of the proposed driveway; and
  - d. Provide timing and phasing changes to the intersections of Ring Road with East Couplet and West Couplet.

34. The Applicant shall reconstruct the sidewalk/walkway as shown on the approved plan connecting Flutie Pass, Worcester Road (Route 9), and World Drive to the Property. Furthermore, the Applicant shall install ADA compliant warning panels at each side of the property entrances/exits.
35. Bicycle racks and sidewalk amenities shall be installed in such locations which do not restrict or limit movements for all users throughout the site.
36. The Applicant shall install and locate a minimum of 10 bicycle parking spaces in such areas within the site that do not present hazardous conditions for vehicles, pedestrians, and bicyclists.
37. The sidewalk and walkways shall be cleared of snow, leaves, and other litter throughout the year. In the event of snow, the sidewalks and walkways shall be cleared within 48 hours of a snow event. Snow shall not be stored on or impede access/use of sidewalks and walkways.
38. To the extent that the Applicant determines that it does not require the number of parking spaces permitted within this decision for the uses described herein or anticipated future uses, the Applicant may opt to landbank any extraneous parking spaces. If the Applicant opts to landbank parking spaces, it shall submit written notification to the Planning Board specifying the number and location of the proposed landbanked parking spaces.
39. The Applicant agrees to maintain a bus pick-up/drop-off location on Flutie Pass for the MetroWest Regional Transportation Authority (MWTRA) transportation system. This requirement provides increased accessibility while encouraging alternative public transportation access for all users.

#### **Framingham Department Review**

40. The Applicant shall comply with all directives requested in the correspondence from the Department of Public Works (DPW) dated September 10, 2015, updated on October 21, 2015, January 14, 2016, and February 9, 2016. The Approved Site Plan and DPW Letter shall be on-site during construction and available to the DPW Inspector upon request.
41. The Applicant agrees to install a Master Box and appropriate fire alarm system as required by the Framingham Fire Department as outlined in the correspondence dated September 15, 2015.
42. Sidewalks throughout the site shall be constructed to be accessible by all pedestrian users as requested in the correspondence received from the Framingham Department of Building & Wire.
43. The Applicant shall comply with the Order of Conditions, File Number 158-1361 issued by the Framingham Conservation Commission on January 13, 2016, for work to be conducted within the 30' no build zone or the 125' wetland buffer.

#### **Shoppers World Signage**

44. The Applicant agrees to comply with the Shoppers World Sign Regulations (as modified by this Decision) found within the Planning Board Rules & Regulations. Any modification or addition to signage within Shoppers World, or modification to the Shoppers World sign package, shall be done so in a public meeting. The Applicant agrees to comply with the Shoppers World Signage in the Planning Board Rules & Regulations as amended.
45. New or modified signage permit requests shall be submitted to the Planning Board. Shoppers World signage permits shall be reviewed during a Planning Board public meeting. Any request

to waive regulations specified within the Shoppers World Sign Package as shown in the Planning Board Rules & Regulations, shall require a public hearing for such waiver.

- a. A permit is needed to install, place, replace, reconstruct, relocate, or expand signage within Shoppers World.
  - b. Ordinary maintenance and minor repairs that do not involve the installation, replacement, alteration, reconstruction, relocation, new identification, or expansion of a sign, shall not need review by the Planning Board, but may need approval from the Building Department.
46. In the event that an Applicant has not identified a tenant for its proposed restaurant use at the time of permitting, the Applicant shall seek the required applicable signage permits from the Planning Board as soon as such information becomes available.
47. All ground mounted signage within Shoppers World shall be maintained in good condition throughout the site. In the event that light outages or burn outs occur, signage becomes damaged and/or worn/weathered, and/or the stonework becomes damaged or worn, the Applicant shall repair or replace the light(s), sign(s), and/or stonework immediately.

#### **Special Provisions/Periodic Conformance Reporting and Review**

48. The Applicant shall provide the following performance guarantees for the Project.
- a. Prior to the issuance of any final use and occupancy permit, the Applicant shall post a performance guarantee satisfactory to the Planning Board for all site improvements, including landscaping, which are incomplete or not constructed, in an amount not to exceed the cost of such improvements.
  - b. Upon completion of the Project and prior to the request for a final use and occupancy permit, a Landscape Maintenance Bond shall be required. The Applicant shall provide the Planning Board with "As Built Plans" which shall be reviewed by the Planning Board Administrator for certification that all landscape plantings substantially comply with the approved Landscape Plan. The Applicant shall provide a Landscape Maintenance Bond in the sum of 20 percent of the total landscape cost which shall be posted for a period of 2 years commencing the completion of the landscaping and certification of the Landscape Plan as set forth in this decision. Such Bond will ensure replacement of any dead or improperly pruned shrubs or trees or damaged lawn areas shown on the approved Landscape Plan.
49. Prior to the issuance of a final use and occupancy permit the Applicant shall submit an as-built plan stamped by a Professional Engineer registered in the Commonwealth of Massachusetts certifying that all improvements are completed in accordance with the approved Site Plan in a form acceptable to the Town of Framingham, Department of Public Works, Engineering & Transportation Division (DPW). The as-built plan shall be submitted in both hard copy and electronic formats (PDF and AutoCAD). The AutoCAD file must conform to the current form of the Mass GIS Standard for Digital Plan Submission to Municipalities or other standard requested by the Town of Framingham DPW. The plan shall include but not be limited to site utility improvements and tie-in dimensions to all pipes and connection points. The as-built information shall be delivered to DPW a minimum of 5 business days in advance of the Applicant seeking a final certificate of occupancy sign-off to allow time for DPW review and

approval of submitted information. The Applicant shall also submit a statement certifying that all conditions of approval of this decision have been met and site improvements are complete.

50. The Applicant shall monitor the outside patio areas during all hours of operation.

51. The Applicant shall provide and maintain in good condition black decorative fencing for outdoor seating in perpetuity to protect safety on site. The fence shall have an emergency exit in addition to the main entrance and exit from the interior of the building. In the event that the fence becomes damaged, the Applicant shall install a temporary safety fence immediately until the black decorative fence can be permanently replaced within a reasonable amount of time.

### **WAIVERS**

The Applicant has requested the following waiver:

- The Applicant has requested a waiver from Section V.F.d.2.g. and h. of the Framingham Zoning By-Law for the Special Permit Land Disturbance requirements related to any specimen trees. The Applicant is not aware of any specimen trees on the Property. Furthermore, a waiver is requested from these requirements, specifically including a statement from a certified arborist relative to any relocation of any specimen trees.

The Planning Board voted four in favor, zero opposed, and zero in abstention to granting of the requested waivers for the requirements of Section V.F.d.2.g. and h. of the Framingham Zoning By-Law for the project located at 19 Flutie Pass.

Christine Long.....yes

Stephanie Mercandetti.....yes

Thomas F. Mahoney.....yes

Victor Ortiz.....yes

### **VOTES**

**A modification to the previously approved Decision for Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994**

The Planning Board voted four in favor, zero opposed, and zero in abstention to grant approval for a modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval, Special Permit with Off-street Parking Plan Approval and Special Permit for Reduction in the Required Number of Parking Spaces, dated August 2, 1994, to allow the Applicant, BRE DDR Shopper's World, LLC to separate the 19 Flutie Pass property from the General Cinema (AMC) theaters as requested in the documentation submitted to the Planning Board during the public hearing process.

Christine Long.....yes

Stephanie Mercandetti.....yes

Thomas F. Mahoney.....yes

Victor Ortiz.....yes

**A modification to the previously approved Decision for Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994**

The Planning Board voted four in favor, zero opposed, and zero in abstention to grant approval for a modification to the Homart Development Co. Decision for a Special Permit with Site Plan Review Approval and Off-Street Parking Plan Approval and a Special Permit for Reduction in the Required Number of Parking Spaces, dated January 10, 1994, to allow the Applicant, BRE DDR Shopper's World, LLC to include the 19 Flutie Pass property as part of Shoppers World as requested in the documentation submitted to the Planning Board during the public hearing process.

Christine Long.....yes

Stephanie Mercandetti.....yes

Thomas F. Mahoney.....yes

Victor Ortiz.....yes

**A modification to the previously approved Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994**

The Planning Board voted four in favor, zero opposed, and zero in abstention to grant approval for a modification to the previously approved Decision for Homart Development Co. for Sign Review Approval in Conjunction with a Special Permit Site Plan Application, dated August 10, 1994, to allow the Applicant, BRE DDR Shopper's World, LLC to completely revise the existing sign requirements and to further require that proposed signs of all tenants of Shoppers World be subject to comply with the revised Shoppers World Sign Package relocated within the Planning Board Rules & Regulations, which shall supersede any former Sign regulations pertaining to all structures located within Shoppers World.

Christine Long.....yes

Stephanie Mercandetti.....yes

Thomas F. Mahoney.....yes

Victor Ortiz.....yes

**Special Permits: Uses in the Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.a.) Zoning Districts, which include a Restaurant use (Section II.B.5.J.) and Indoor Amusement Use (Section II.B.3.K.) and a Special Permit for Land Disturbance (Section V.F.)**

The Planning Board voted four in favor, zero opposed, and zero in abstention to grant approval for Special Permits for Uses in the Business (B) (Section II.A.2.e.) and Light Manufacturing (M-1) (Section II.A.5.a.) Zoning Districts, which include a Restaurant use (Section II.B.5.J.) and Indoor Amusement Use (Section II.B.3.K.) and a Special Permit for Land Disturbance (Section V.F.), to allow the Applicant, BRE DDR Shopper's World, LLC to construct an approximately 21,000 sf bowling facility and a 9,500 sf restaurant, with associated site improvements at the property located at 19 Flutie Pass, as shown on the site plans dated August 5, 2015, revised through January 26, 2016.

Christine Long.....yes

Stephanie Mercandetti.....yes

Thomas F. Mahoney.....yes

Victor Ortiz.....yes

**Major Site Plan Review (Section VI.F.2.b)**

The Planning Board voted four in favor, zero opposed, and zero in abstention to grant approval for major site plan review, to allow the Applicant, BRE DDR Shopper's World, LLC to construct an approximately 21,000 sf bowling facility and a 9,500 sf restaurant, with associated site improvements at the property located at 19 Flutie Pass, as shown on the site plans dated August 5, 2015, revised through January 26, 2016.

Christine Long.....yes

Stephanie Mercandetti.....yes

Thomas F. Mahoney.....yes

Victor Ortiz.....yes

By: \_\_\_\_\_

Christine Long, Chair, Framingham Planning Board

Date of Signature: February 22, 2016

**Appendix A**  
**Shoppers World Parking Inventory**

	Required per existing permitting	Required per By-Law	Existing	Proposed	Change Proposed
<b>West of Shoppers World Drive*</b>	3,427		3,427	3,427	No change
<b>Central Mall</b>	2,907		2,907	2,907	No change
<b>Kohl's</b>	520		520	520	No change
<b>East of Shoppers World Drive**</b>	1,245 (plus 63 landbanked)		1,167	1,117	-50
<b>Flutie North</b>	831 (plus 6 landbanked)		754	754	No change
<b>Flutie South</b>	411 (plus 57 landbanked)	Per RE Overlay, 30,500 sf results in requirement of 153	413	363	-50
<b>Natick</b>	0	40	75	26	-49
<b>Both Towns</b>			4,594	4,544	-99

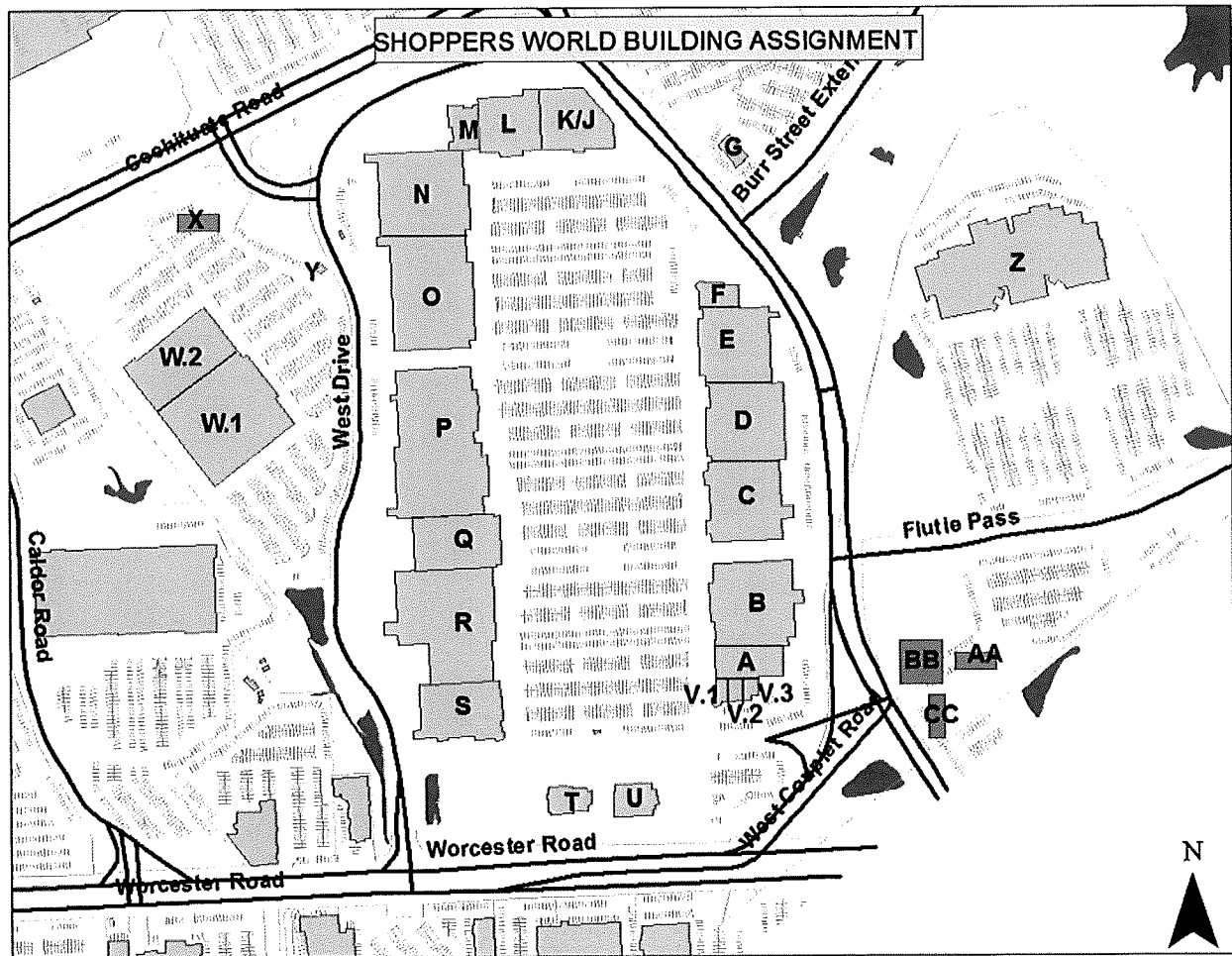
**Total Framingham**  
**Total Natick**

4,518  
26

\*Base parking per 1/10/94 decision was 3,850 - standard of 5 per 1,000 gross leasable space  
1/10/94 Decision- required 2,907 at Central Mall and 758 at Bradlees  
6/25/2002 Decision - required minimum of 3,468 spaces, with finding that site had 18 more spaces than required; 758 requirement at Kohls (Bradlees) reduced to 561  
3/19/2015 Decision - Chic-fil-A allowed reduction from 551 existing to 520 at Kohls site

\*\*8/2/1994 Decision - Cinema and Flutie Pass required 1,242 spaces plus 63 landbanked. 831 plus 6 landbanked at cinema and 411 plus 6 landbanked south of Flutie

**Appendix B**  
**Shoppers World Building Assignment**



### Exhibits

Not attached unless indicated

The Applicant has filed with the Planning Board various plans and reports as required by the Framingham Zoning By-Law. During the public hearing process the Applicant and its professional consultants submitted revisions to plans in response to requests by the Planning Board and various Town Departments that reviewed the Project. These plans, reports and correspondence are contained in the Planning Board's files and are hereby incorporated into this Decision by reference.

1. Form A – Application Cover Letter, Property Address: 19 Flutie Pass, Framingham (and 1391 & 1459 Worcester Street, Natick), stamped with the Town Clerk on August 25, 2015, Project Number: PB-009-15
2. Form E – Site Plan Review Application, Property Address: 19 Flutie Pass, Framingham, stamped with the Town Clerk on August 25, 2015, Project Number: PB-009-15
3. Form G – Request for Modification Application, Property Address: 19 Flutie Pass, Framingham, stamped with the Town Clerk on August 25, 2015, Project Number: PB-009-15
4. Form J – Special Permit for Land Disturbance Application, Property Address: 19 Flutie Pass, Framingham, stamped with the Town Clerk on August 25, 2015, Project Number: PB-009-15
5. Form L – Special Permit Application, Property Address: 19 Flutie Pass, Framingham, stamped with the Town Clerk on August 25, 2015, Project Number: PB-009-15
6. Development Impact Statement of BRE DDR Shoppers World LLC for Property located at 19 Flutie Pass, Framingham, 1391 and 1459 Worcester Street, Natick
7. Stormwater Management Report, AMC South Parking Lot Redevelopment, Framingham and Natick, Massachusetts, prepared for BRE Shoppers World, LLC, prepared by VHB, dated August 6, 2015
8. Stormwater Management Report, AMC South Parking Lot Redevelopment, Framingham and Natick, Massachusetts, prepared for BRE Shoppers World, LLC, prepared by VHB, dated August 6, 2015, revised December 8, 2015
9. Traffic Impact and Access Study, AMC South Parking Lot Redevelopment at Shoppers World, Framingham & Natick, Massachusetts, prepared for BRE Shoppers World, LLC, prepared by VHB, dated August 2015
10. Site plans entitled AMC South Parking Lot Redevelopment, 19 Flutie Pass, Framingham, MA, 1391 Worcester Street, Natick, MA, prepared for BRE Shoppers World LLC, prepared by VHB, dated August 5, 2015, revised through January 26, 2016.
11. Architectural photos for AMC South Parking Lot Development, prepared for DDR, prepared by Arrowstreet, dated August 19, 2015, revised through February 11, 2016
12. Sign photos and dimensions, for AMC South Parking Lot Redevelopment, prepared for DDR, prepared by Arrowstreet, dated August 28, 2015, revised through February 11, 2016
13. Development Impact Statement of BRE DDR Shoppers World, LLC for property located at 19 Flutie Pass, Framingham, 1391 & 1459 Worcester Street, Natick
14. Shoppers World Site Signage, existing & preliminary site signage, Framingham, Massachusetts, prepared for A DDR Property, prepared by Arrowstreet Graphic Design, dated October 7, 2015, revised through November 24, 2015

15. Letter of response from VHB, RE: AMC South Parking Lot Redevelopment – Response to Town Department Comments, dated December 9, 2015
16. Letter of response from VHB, RE: AMC South Parking Lot Redevelopment – Response to Comments, dated December 9, 2015
17. Letter of response from Bowditch & Dewey, RE: Applications of BRE DDR Shoppers World LLC (“DDR” or “Applicant”) for (i) Modifications of Decision dated January 10, 1994 for Site Plan Review with Special Permits, Decision dated August 2, 1994 for Site Plan Review with Special Permits, and Decision dated August 10, 1994 for Sign Review Approval, and (ii) Land Disturbance Special Permit 19 Flutie Pass, Framingham, MA and 1931 and 1459 Worcester Street, Natick (collectively, the “Property”), dated December 15, 2015
18. Shoppers World Snow Storage Areas, received December 15, 2015
19. Letter from VHB, RE: AMC South Parking Lot Redevelopment, Shoppers World, Construction Sequencing outline, dated December 14, 2015
20. AMC South Parking Lot Redevelopment, 19 Flutie Pass, Framingham, MA, 1391 Worcester Street, Natick, MA, prepared for BRE DDR Shoppers World LLC, prepared by VHB, dated December 15, 2015
21. Shoppers World Parking Inventory Table, received by the Planning Board on December 17, 2015 (Appendix A) AMC South Parking Lot Redevelopment, Site Plan Exhibit
22. VHB – Sewer Capacity Calculations, Project: AMC South Lot Redevelopment
23. Site Plan, DDR Parking Lot Development, 19 Flutie Pass, Framingham, MA and 1391 Worcester Street, Natick, Natick, MA, Utility Plan, dated August 5, 2015, revised through January 15, 2016

The Planning Board received correspondence from various Town Departments that reviewed the project. The aforesaid correspondence is contained in the Planning Board files and is incorporated herein by reference.

1. Town of Framingham Planning Board, Special Permit and Site Plan Review Checklist for Application Submittal, Property Address: 19 Flutie Pass, stamped with the Town Clerk on August 25, 2015, dated August 25, 2015
2. Town of Framingham Planning Board, Land Disturbance Checklist for Application Submittal, Property Address: 19 Flutie Pass, stamped with the Town Clerk on August 25, 2015, dated August 25, 2015
3. Form B – Building Department Recognition Form, Property Address: 19 Flutie Pass, signed by the Building Commissioner on August 24, 2015
4. Form D – Treasurer’s Verification Form, Address of Property: 19 Flutie Pass, verification email that property is up to date with tax payments, received on August 24, 2015
5. Letter of comment from the Framingham Conservation Commission, Subject: 19 Flutie Pass – Conservation Review, dated October 21, 2015
6. Framingham Fire Department, correspondence received via ACCELA on September 15, 2015
7. Framingham Community & Economic Development Department, correspondence received via ACCELA on September 17, 2015
8. Letter of comment from the Framingham Department of Public Works, RE: AMC South Parking Lot Redevelopment - #19 Flutie Pass, Framingham & 1391 Worcester Road, Natick, dated September 10, 2015,

9. Framingham Building Department, correspondence received via ACCELA on September 29, 2015
10. Framingham Police Department, correspondence received via ACCELA on September 8, 2015
11. Letter of comment from the Framingham Planning Board, RE: Architectural and Signage Review for 19 Flutie Pass, Framingham, MA, dated December 7, 2015
12. Letter of comment from the Department of Public Works, to Conor Nagle, RE: AMC South Parking Lot Redevelopment - #19 Flutie Pass, Framingham & 1391 Worcester Road, Natick, January 14, 2016
13. Letter of comment from the Framingham Planning Board, RE: AMC South Parking Lot Redevelopment - #19 Flutie Pass, Framingham & 1391 Worcester Road, Natick, dated February 9, 2016